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April 30, 1999

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399


Re: Darrell's Pool Service, Inc.

Dear Sir or Madam:

Please file the enclosed Articles of Incorporation of Kinematix, Inc. A check for \$70.00 payable to the Department of State for the filing fee is enclosed. We do not require a certified copy of the Articles.

If you have any questions or require anything further, please contact me.

Sincerely,



Roger S. Grimberg
Legal Assistant

Enclosure

100002861961--6
-05/04/99--01058--013
*****70.00 *****70.00

FILED
1999 MAY 19 PM 4:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 10, 1999

MARK W. GARRETT, P.A.
2425-A LEE ROAD
WINTER PARK, FL 32789

SUBJECT: KINEMATIX, INC.
Ref. Number: W99000010795

We have received your document for KINEMATIX, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 699A00025253

ACKNOWLEDGMENT

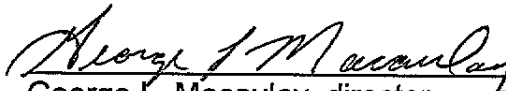
The undersigned, being all of the members of the Board of Directors and all of the shareholders of Kinematix, Inc., a Florida corporation ("Corporation"), hereby acknowledge the following:

- 1) That the Corporation is aware of the existence of another corporation with a similar name, Kinematics Corporation, and that the Board of Directors elects to maintain the name of the Corporation as Kinematix, Inc.
- 2) That the Corporation assumes any and all liability for any name infringement action that may arise by using the name Kinematix, Inc.

EXECUTED as of this 10th day of May, 1999.


Tracy L. Macaulay, director and shareholder


Christopher J. Sturm, director and shareholder


George L. Macaulay, director

FILED

1999 MAY 19 PM 4:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
KINEMATIX, INC.**

The undersigned, acting as incorporator pursuant to Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation:

Article I.

KINEMATIX, INC.

The name of this corporation is KINEMATIX, INC.

Article II.

ADDRESS

The street address of the principal office of the corporation is 7412 Mott Avenue, Orlando, Florida 32810, and the mailing address of the corporation is the same.

Article III.

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of authorized stock all of one class at a par value of \$1.00 per share, to be designated "common shares."

Article IV.

REGISTERED AGENT

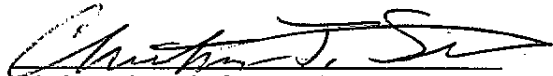
The name and street address of the initial registered agent and office of this corporation is Christopher J. Sturm, 7412 Mott Avenue, Orlando, Florida 32810.

Article V.

INCORPORATOR

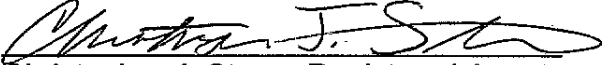
The name and address of the person signing these Articles is Christopher J. Sturm,
7412 Mott Avenue, Orlando, Florida 32810.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles
of Incorporation, this 30th day of April, 1999.


Christopher J. Sturm, Incorporator

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

In accordance with Section 607.0501(3), Florida Statutes, I hereby accept the designation, duties, and responsibilities as REGISTERED AGENT of KINEMATIX, INC. and hereby state that I am familiar with and accept the obligation of that position.


Christopher J. Sturm, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA